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Hearing Date: April 7, 2006
Objection Deadline: March 31, 2006

Attorneys for Offshore International, Inc., and
Maquilas Teta Kawi, S.A. de C.V.,

Susan G. Boswell, Esq. (AZ Bar # 004719)
Kasey C. Nye, Esq. (AZ Bar # 020610)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

**NOTICE OF HEARING AND NOTICE OF MOTION OF THE OFFSHORE
GROUP'S MOTION PURSUANT TO BANKRUPTCY CODE §§ 362(d)(1) AND
553 FOR ORDER LIFTING THE AUTOMATIC STAY TO PERMIT THE
OFFSHORE GROUP TO EXERCISE RIGHT OF SETOFF**

To: See attached list.

Offshore International, Inc. ("Offshore"), and Maquilas Teta Kawi, S.A. de C.V. ("Maquilas") (collectively Offshore and Maquilas are hereinafter referred to as the "Offshore Group"), landlords, creditors, and parties in interest in the above captioned joint administered Chapter 11 case of Delphi Automotive Systems, L.L.C. ("Delphi Automotive") has filed a "Motion Pursuant to Bankruptcy Code §§ 362(d)(1) and 553 for Order Lifting the Automatic to Permit the Offshore Group to Exercise Right to Setoff" (the "Motion") to permit the Offshore Group to pursue an action as defined in the Motion.

HEARING ON THE MOTION WILL BE HELD ON:

April 7, 2006 at 10:00 a.m. Eastern Standard Time.

You are required to file a response to the attached Motion on or before March 31, 2006 at 4:00 p.m. Eastern Standard Time.

At the same time, you must also serve a copy of the response upon the undersigned counsel:

Kasey C. Nye
Quarles & Brady Streich Lang LLP
One South Church Avenue, Suite 1700
Tucson, AZ 85701

The hearing date specified above may be a preliminary hearing or may be consolidated with the final hearing as determined by the Court.

The attorneys for the parties shall confer with respect to the issues raised by the Motion in advance for the purpose of determining whether a consent Judgment may be entered and/or for the purpose of stipulating to relevant facts such as value of property, and the extent and validity of any security instrument.

Dated: March 14th, 2006

Respectfully submitted,

Quarles & Brady Streich Lang LLP

/s/ Kasey C. Nye (AZ Bar # 020610)
Kasey C. Nye (AZ Bar # 020610)
Attorneys for Movant